

Exhibit 2

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION**

ANDREW WAHL,

Plaintiff

vs.

YAHOO! INC., a Delaware corporation dba
RIVALS.COM; and DOES 1 through 10,
inclusive,

Defendants.

CASE NO. 5:17-CV-02745-BLF

**DECLARATION OF JENNIFER M.
KEOUGH IN SUPPORT OF
PLAINTIFFS' MOTION FOR FINAL
APPROVAL**

I, JENNIFER M. KEOUGH, declare and state as follows:

1. I am the Chief Executive Officer of JND Legal Administration ("JND"), the Settlement Administrator retained in this matter. I make this Declaration in support of Plaintiffs' Motion for Final Approval. The following statements are based on my personal knowledge and information provided to me by Counsel and other JND employees working under my supervision and, if called upon to do so, I could and would testify competently thereto.

2. JND is a legal administration services provider with its headquarters located in Seattle, Washington. JND has extensive experience with all aspects of legal administration and has administered settlements in hundreds of class action cases. JND is serving as the Settlement Administrator ("Administrator") in the above-captioned litigation ("Action"), as ordered by the Court in its Preliminary Approval Order dated July 27, 2018 ("Order"). I submit this Declaration at the request of Counsel to update the Court about the Notice program and claim process, the number of opt-outs received, and the number of objections received.

DISSEMINATION OF NOTICE VIA EMAIL AND U.S. MAIL

3. **Email Notice:** On August 8, 2018, counsel for the Defendant provided JND an electronic file containing, among other information, the names and addresses of 16,746 individuals identified as potential Class Members. The Class Data was promptly loaded into a database established for this Action, with a unique ID assigned to each potential Class Member for the purpose of identifying them throughout the administration. On September 7, 2018, JND sent via email the Summary Notice to all potential Class Members for whom email addresses were provided in the Class Data. The Summary Notice was sent to 16,746 potential Class Members, of which 4,773 emails were returned as undeliverable or “bounced” back. A copy of the Summary Notice is attached as **Exhibit A**.

4. **Direct Mail Notice:** On September 19, 2018, JND sent via U.S. Mail the Postcard Notice to 4,272 potential Class Members with mailing addresses but for whom email addresses were returned as undeliverable or “bounced” back. Prior to mailing, JND analyzed the data to remove 61 duplicate records and identify 440 potential Class Members who do not have physical mailing addresses. JND also updated potential class member address information using data from the National Change of Address (NCOA) database¹. A copy of the Postcard Notice is attached as **Exhibit B**.

SETTLEMENT WEBSITE

5. JND maintains a website, www.RenewalSettlement.com, to provide information regarding the Settlement to Class Members, including key dates, important case documents, answers to frequently asked questions and an online claim form. As of October 31, 2018, the Settlement Website tracked 1,506 unique users who registered 2,793 pageviews. JND will continue to maintain the website for the duration of our administration of the Settlement.

¹ The NCOA database is the official United States Postal Service (“USPS”) technology product which makes change of address information available to mailers to help reduce undeliverable mail pieces before mail enters the mail stream. This product is an effective tool to update address changes when a person has completed a change of address form with the USPS. The address information is maintained in the database for 48 months.

Voice Response (“IVR”) system containing information about the Settlement, Class Member eligibility, how to file a Claim, Settlement Benefits, Objections and Exclusions. Class Members may call the line 24 hours a day, seven days a week. As of October 31, 2018, JND has received 36 calls related to this Action.

OBJECTIONS AND EXCLUSIONS

7. The Notice informs potential Class Members that any Class Member who does not exclude themselves from the Settlement may object to the Settlement if they do not like some part or all of it. The detailed requirements for objecting are outlined in the Long Form Notice. The deadline to file an Objection was October 8, 2018. As of the date of this Declaration, JND is not aware of the filing of any Objections.

8. The Notice also informs Class Members that anyone who wanted to be excluded from the Settlement could do so by submitting a written request for exclusion to JND, so that it is postmarked on or before November 6, 2018. As of the date of this Declaration, JND has not received any requests for exclusion, but will continue to monitor as the deadline approaches.

CLAIMS PROCESS

9. The Notice informs potential Class Members that anyone who would like monetary reimbursement or credit applied to their Rivals.com account to begin on a date other than the default date must complete or file a claim form and return to JND so that it is postmarked on or before November 6, 2018. The Claims process is ongoing and JND continues to receive Claim Forms. JND will file a Supplemental Declaration prior to the Final Fairness Hearing to update The Court on the number of and the types of Claims received during the administration of the Settlement.

I declare under penalty of perjury under the laws of California that the foregoing is true and correct.

Executed on November 9, 2018 at Seattle, Washington.

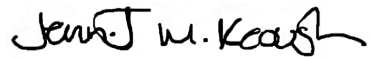

Jennifer M. Keough

EXHIBIT A

Notice of Proposed Settlement

Re: Wahl v. Yahoo! Inc., d/b/a/ Rivals.com

Dear [NAME],

This court-authorized notice has been sent to you because a proposed settlement has been reached in *Wahl v. Yahoo! Inc., d/b/a Rivals.com*. You have been identified as a potential Class Member and you may benefit from this Proposed Class Action Settlement. Read this carefully, as it explains your legal rights in this matter.

What is the lawsuit about?

The Plaintiff in this lawsuit alleges that Yahoo! Inc., d/b/a Rivals.com violated California's Unfair Competition Law based on alleged violations of California's Automatic Renewal Law, by failing to adequately notify Rivals.com customers that they would be charged automatically on a recurring basis for their Rivals.com subscriptions at the time of their purchases. Yahoo vigorously denies all these claims of wrongdoing, and further states that it adequately made users aware that their Rivals.com subscriptions would auto-renew and that they would be charged on a recurring basis. The parties have agreed to resolve the lawsuit through a settlement to avoid the risks, uncertainties and expenses associated with contested litigation.

Am I a Class Member?

You are a Class Member if you are a California customer who was charged on a recurring basis by Rivals.com for a subscription entered into between March 31, 2013 and the present.

What does the Settlement provide?

The Proposed Settlement provides each Class Member with either 5 months, for annual subscribers, or 3 months, for monthly subscribers, of credit for a Rivals.com subscription, to be applied to each Class Member's account within 45 days of final approval of the Proposed Settlement.

Class Members may alternatively submit a Claim Form to elect to receive their credit on two pre-selected dates coinciding with the start of the college football season or National Signing Day, or to receive \$20, for annual subscribers, or \$10, for monthly subscribers, in cash.

You may complete and submit a Claim Form online at www.RenewalSettlement.com, or you may download a Claim Form from the Settlement website and submit it by mail or email to the Settlement Administrator. Claim Forms must be postmarked or submitted on or before **November 6, 2018**. If you wish to submit a claim, your claim ID is: _____.

What are my other options?

If you do not want to receive a payment or other Settlement benefits and do not want to be bound by the Settlement reached in this case, you must send a written request to the address specified on the notice to exclude yourself. To exclude yourself from the Settlement, you must send your request via first class mail or email, indicating your name, current address, telephone number, a statement that you want to be excluded from the Settlement, and your signature. Requests for exclusion must be postmarked on or before **November 6, 2018**.

You may object if you don't like something about the Settlement and ask the Court to deny approval. All objections must be in writing and clearly identify the case name and number, contain the basis for the objection, and include your full name, current address, telephone number, and whether you intend to appear at the final approval hearing.

Objections must be submitted to the Court by either mailing them to Office of the Clerk of Court, United States District Court for the Northern District of California, 280 South First Street, Room 2112, San Jose, California 95113, or by filing them in person at any location of the United States District Court for the Northern District of California. Objections must be filed or postmarked on or before **October 8, 2018**.

Do I have a lawyer?

The Court has appointed lawyers from Horn, Aylward & Bandy, LLC and Ogloza Fortney LLP to represent the Settlement Class. You will not be charged for these lawyers, but you may consult your own attorney at your own expense.

How can I get more information?

For more information, visit the Settlement Website www.RenewalSettlement.com or contact the Settlement Administrator at 1-888-288-5309 or via email at info@RenewalSettlement.com.

EXHIBIT B

LEGAL NOTICE

**Current and Former
California Subscribers
of Rivals.com, between
March 31, 2013 and
the present.**

*A Federal Court authorized this
notice. This is not a solicitation
from a lawyer.*

1-833-288-5309

www.renewalsettlement.com

Wahl v. Yahoo! Inc. d/b/a Rivals.com
c/o JND Legal Administration
PO BOX 91344
Seattle, WA 98111

«Barcode»

Postal Service: Please do not mark barcode

<<ClaimID>>

<<Name>>

<<Addr2>>

<<Addr1>>

<<City>>, <<St>> <<ZIP>>

FIRST CLASS
MAIL
PRESORTED
US POSTAGE
PAID

READ THIS NOTICE CAREFULLY. YOUR LEGAL RIGHTS ARE AFFECTED WHETHER YOU ACT OR DO NOT ACT.

A Federal Court authorized this Notice. This is not a solicitation from a lawyer.

A settlement has been proposed in a class action lawsuit against Yahoo! Inc. (“Yahoo”) regarding its Rivals.com subscription service that may affect your rights. The proposed settlement is with Oath Holdings Inc., which, together with its affiliates, now owns Yahoo’s operating business. This notice summarizes a proposed settlement. For additional information including the longer notice of settlement and the settlement agreement with the precise terms and conditions of the settlement, please see www.renewalsettlement.com. You may also access the Court docket in this case through the Court’s Public Access to Court Electronic Records (PACER) system at <https://ecf.cand.uscourts.gov>, or by visiting the office of the Office of the Clerk of Court, United States District Court for the Northern District of California, 280 South First Street, Room 2112, San Jose, California 95113, between 9:00 a.m. and 4:00 p.m., Monday through Friday, excluding Court holidays. The case is called *Wahl v. Yahoo! Inc. d/b/a Rivals.com*, Case No. 5:17-cv-02745-BLF (N.D. Cal.) Please do not telephone the Court or the Court Clerk’s Office to inquire about this settlement or the claim process.

Plaintiffs allege that Yahoo failed to inform its customers that they would be charged automatically on a recurring basis for their Rivals.com subscriptions at the time of their purchases. Yahoo vigorously denies these allegations and states that it gave adequate notice to its customers that their subscriptions would automatically renew and that they would be charged on a recurring basis. The Court did not rule in favor of either party. Instead, the parties agreed to a proposed settlement in order to avoid the expense and risks of continuing the lawsuits.

You are a settlement class member if you are a California customer who was charged on a recurring basis by Rivals.com for a subscription entered into between March 31, 2013 and the present. The settlement provides each class member with either 5 months (for annual subscribers) or 3 months (for monthly subscribers) of credit for a Rivals.com subscription, to be applied to each class member’s account within 45 days of final approval of the proposed settlement. Class members may alternatively submit a claim form to elect to receive their credit on two pre-selected dates coinciding with the start of the college football season or National Signing Day, or to receive \$20 (for annual subscribers) or \$10 (for monthly subscribers) in cash. Please see www.renewalsettlement.com for a copy of the claim form. Class Counsel also will ask that the Court award up to \$300,000 in attorneys’ fees and expenses, and an incentive payment of \$5,000 for the class representative. The Court will decide whether to approve the Settlement at the Final Fairness Hearing on Nov. 8, 2018 at 1:30 p.m. This date may be moved, canceled, or otherwise modified; see www.renewalsettlement.com for more information.

BY ORDER OF THE U.S. DISTRICT COURT